

A copy of the judgement is delivered to SCP Gayraud on 11-29-11

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**COMMERCIAL
COURT
OF PONTOISE**

**JUDGEMENT OF NOVEMBER 28, 2011
8th Chamber**

N° PCL 1998J00252

Mr. Gholam Reza ZANDIAN JAZI

Against

Me CANET REPRESENTING L.J ZANDIAN JAZI

BANK MELLI IRAN

MAIN TREASURY OF PARIS

Mr. and Mrs. Jerome BENHAMOU

N° General Registry: 2011L00791

APPLICANT

Mr. Gholam Reza ZANDIAN JAZI 8775 Costa Verder Boulevard n°
501 SAN DIAGO CA, 92122 UNITED-STATES OF AMERICA
comparing by Me BOURIEZ BRUNET 39 Victor Hugo Avenue
75116 PARIS and by the SCP HYEST AND ASSOCIATED 39 Victor Hugo
Avenue 75116 PARIS

DEFENDANTS

1°) Me CANET 1 Citadelle (Citadel) Street 95300 PONTOISE, as legal
liquidator of Mr. Gholam ZANDIAN JAZI

comparing by the SCP GAYRAUD 13 bis Eperon Street
Residence Clos de l'Eperon 95300 PONTOISE

2°) BANK MELLI IRAN 43 Montaigne Avenue 75008 PARIS

Not appearing.

3°) MAIN TREASURY OF PARIS 64 Ranelagh Street
75016 PARIS

Not appearing

4°) Mr. and Mrs. Jerome BENHAMOU 68 Aristide Briand Avenue
92120 MONTROUGE

Comparing by Mr. Jerome BENHAMOU assisted by Me BESSIS
37 Four Street 75006 PARIS

COMPOSITION OF THE COURT

Deemed contradictory decision and in first instance.

Debates, closure of hearings and taken under advisement at
the hearing on November 7, 2011 in Council Chamber where
sat Mr. Joel SAHLER, President, Mr. Gabriel CORON,

Judge, Mr. Jean Pierre GENTON, Judge, assisted by Mr. Etienne GAUDICHEAU, Registrar.

Deliberated by the same Judges.

Pronounced publicly by provision of the judgment at Court Registry, in accordance with the provisions of Article 450 of the Code of Civil Procedure.

The minutes of this judgment is signed by Mr. Jean Pierre GENTON, Judge, the President Mr. Joel SAHLER prevented and by Mrs. Dominique MASMOUDI Registrar.

THE FACTS

By judgment dated on April 3, 1998, a legal liquidation procedure has been opened toward Mr. Gholam Reza ZANDIAN JAZI; Me CANET was nominated as liquidator,

By ordinance dated on April 8, 2011, Mr. the Commissioner Judge to the legal liquidation of Mr. Gholam Reza ZANDIAN JAZI authorized the sale by agreement of a property located at 75016 PARIS, 6 FOURNIER Street, for the benefit of Mr. and Mrs. Jerome BENHAMOU residing in Paris (75116), 22-24 Raymond POINCARE Avenue for the main price of 1 600 000 euros, Mr. Gholam Reza ZANDIAN JAZI opposed to this ordinance.

PROCEDURE

By minutes dated on April 20, 2011, Mr. Gholam Reza ZANDIAN JAZI opposed to an ordinance issued by Mr. the commissioner judge to the legal liquidation of Mr. Gholam ZANDIAN JAZI; this ordinance dated on April 8, 2011 authorized the sale by agreement of a property located at 75016 PARIS, 6 FOURNIER Street, for the benefit of Mr. and Mrs. Jerome BENHAMOU residing in Paris (75116), 22-24 Raymond POINCARE Avenue for the main price of 1 600 000 euros,

Thereafter Mr. Gholam Reza ZANDIAN JAZI, Maître CANET as liquidator of Mr. Gholam Reza ZANDIAN JAZI, the BANK MELLI IRAN, the main treasury of Paris and Mr. and Mrs. Jerome BENHAMOU were regularly notified by the Registry of this procedure.

The case was referred several times to be finally pleaded on November 7, 2011, Mr. Gholam Reza ZANDIAN JAZI being represented by Me BOURIEZ BRUNET, Me CANET, as liquidator of Mr. Gholam Reza ZANDIAN JAZI, being represented by Me GAYRAUD, Mr. et Mrs. Jerome BENHAMOU being represented by Me BESSIS (Mr. BENHAMOU being present), the BANK MELLI IRAN and the main Treasury of Paris being neither present nor represented.

STATEMENT AND CONCLUSIONS OF Mr. ZANDIAN JAZI

Me BOURIEZ BRUNET; present at the hearing; represents the interests of Mr. Gholam Reza ZANDIAN JAZI. She informed the Court of the sale of another property belonging to Mr. Gholam ZANDIAN JAZI as part of his legal liquidation for an amount of 300 000 euros. And that she contested in the High Court of PANTOISE the schedule of claims established on August 5, 2011 by Me CANET, she recalls that the debt claim of the BANK MELLI IRAN within the liability of Mr. Gholam Reza ZANDIAN JAZI is not definitively approved. She claims primarily that it is possible to conclude the legal liquidation of Mr. Gholam Reza ZANDIAN JAZI by a contribution of funds, and informs the Court of a deposit by Mr. Gholam Reza ZANDIAN JAZI on a CARPA account of the sum of EUR 150 000. Therefore, there is no need to sell the apartment subject of the proceedings. On a question of the court, she admits secondly that the deposit mentioned previously will not allow covering the insufficiency of the liquidation liability;

Nevertheless, Mr. Gholam Reza ZANDIAN JAZI requests to this Court to grant the opposition formulated and set aside the ordinance of the Commissioner Judge dated on April 8, 2011;

STATEMENT AND CONCLUSIONS OF Me CANET LIQUIDATOR

Maître Gayraud, present at the hearing; represents the interests of Me CANET, as liquidator of Mr. Gholam Reza ZANDIAN JAZI. He declared to refer to justice on the request of the opposition to

the ordinance in this case, but he simply underlines that the allocation of the profits from the sale of the apartment is not sufficient to cover the insufficiency of liability, of which the remaining after sale will be between 300 000 et 500 000 Euros.

STATEMENT AND CONCLUSIONS OF Mr. BENHAMOU

Maître BESSIS, present at the hearing, represents the interests of Mr. and Mrs. Jerome BENHAMOU. He recalls that the liquidation of Mr. Gholam Reza ZANDIAN JAZI was pronounced more than ten years ago. That he has acquired the property in October 2010 in a price very close to the price fixed by an estate agency at the behest of Mr. Gholam Reza ZANDIAN JAZI. That since then, he notes only prevarications on the active insufficiency or the liquidation surplus; that he requests that the opposition to the Ordinance be rejected and that the sale could take place at the earliest, because the funds are blocked without interests, causing a financial damage;

Mr. and Mrs. Jerome BENHAMOU request then to this Court

To note that the the acquisition price offered by them is the fairest;

To note that Mr. Gholam Reza ZANDIAN JAZI produces no evidence that justifies his opposition and that it is formally baseless;

To confirm the ordinance dated on April 8, 2011;

As a counterclaim

To say that they have suffered financial and moral damage resulting from the bad faith and the fraudulent tactics implemented by Mr. Gholam Reza ZANDIAN JAZI;

To condemn the legal liquidation of Mr. Gholam Reza ZANDIAN JAZI for the payment of an amount of 60 000 Euros for damages and interests.

To condemn the legal liquidation of Mr. Gholam Reza ZANDIAN JAZI for the payment of an amount of 6 000 Euros pursuant to Article 700 of CCP and all costs;

STATEMENT AND CONCLUSIONS OF THE BANK MELLI IRAN

Regularly summoned, the BANK MELLI IRAN does not attend the hearing, nor anyone in his place, and does not present written submissions, implying to defer to justice on the merits of the appeal of Mr. Gholam Reza ZANDIAN JAZI.

STATEMENT AND CONCLUSIONS OF THE MAIN TREASURY

Regularly summoned, the MAIN TREASURY OF PARIS does not attend the hearing, nor anyone in his place, and does not present written submissions, implying to defer to justice on the merits of the appeal of Mr. Gholam Reza ZANDIAN JAZI.

WHEREUPON, THE COURT

Given that, from the new conclusions drawn up by Mr. Gholam Reza ZANDIAN JAZI were received on the registry of this court on November 8, 2011, the day after the oral hearing.

That they neither have been approved nor subject to contradictory.

That they must therefore be rejected;

ON THE MAIN APPLICATION

Given that, it results from the explanations of the parties and the documents produced to the cause, in particular, that Mr. Gholam Reza ZANDIAN JAZI has been subject of a judgment of legal liquidation dated on April 3, 1998 by this Court.

That by ordinance dated on April 8, 2011, Mr. the commissioner Judge to the legal liquidation of Mr. Gholam Reza ZANDIAN JAZI, authorized the sale by agreement of a property located at 75016 PARIS, 6 FOURNIER Street, for the benefit of Mr. and Mrs. Jerome BENHAMOU residing in Paris (75116), 22-24 Raymond POINCARE Avenue for the main price of 1 600 000 euros;

That Mr. Gholam Reza ZANDIAN JAZI opposed to this ordinance by minutes dated on April 20, 2011;

That this Court has known about the sale of another property belonging to Mr. Gholam ZANDIAN JAZI as part of his legal liquidation for an amount of 300 000 euros and that Mr. Gholam ZANDIAN JAZI contested in the High Court of PANTOISE the schedule of claims established on August 5, 2011 by Me CANET;

That the debt of the BANK MELLI IRAN in the liability of Mr. Gholam Reza ZANDIAN JAZI is not definitively approved;

That Mr. Gholam Reza ZANDIAN JAZI provided the amount of 150 000 000 euros on a CARPA account of the SCP HYEST AND ASSOCIATED dated on May 6, 2011;

That the amount of the debt of the BANK MELLI IRAN in the liability of Mr. Gholam Reza ZANDIAN JAZI of the legal liquidation of Mr. Gholam Reza ZANDIAN JAZI is still not definitively approved;

But that the product of this first sale and the deposit of the sum of EUR 150 000 mentioned above cannot be sufficient to fully pay off the creditors, the parties agreeing to estimate the insufficiency of this residual liabilities over 300 000 euros,

That consequently, to Mr. Gholam Reza ZANDIAN JAZI unfounded in his appeal and to dismiss it,

That it is therefore appropriate to confirm the undertaken ordinance in all its provisions;

ON THE APPLICATION FOR THE DAMAGES AND INTERESTS

Given that Mr. and Mrs. Jerome BENHAMOU have requested the allocation of the sum of 60 000 Euros, arguing for financial and moral damage resulting from the bad faith and the fraudulent tactics implemented by Mr. Gholam Reza ZANDIAN JAZI;

However, given that nothing comes in support of this application, that the request of Mr. and Mrs. Jerome BENHAMOU for Damage and Interests may be rejected.

ON THE APPLICATION PURSUANT TO ARTICLE 700 OF CCP

Given that Mr. and Mrs. Jerome BENHAMOU have requested the allocation of a sum of 6 000 Euros, on the basis of Article 700 of the Code of Civil Procedure,

However, given that, the circumstances of the case do not order to grant this request; that the request of Mr. and Mrs. Jerome BENHAMOU may be rejected on the basis of Article 700 of the Code of Civil Procedure,

ON THE EXPENSES

Given that, the losing party shall pay the costs, pursuant to the provisions of Article 696 of the Code of Civil Procedure;

That they would be charged to Mr. Gholam Reza ZANDIAN JAZI;

On the advisement

Given that, the court notified the parties, at the closure of the hearing, that it will referred the decision to November 28, 2011, date in which the judgement will be made available to them at the Registry of this court;

FOR THESE REASONS

The Court after deliberation according to the law, acting publicly, by judgment deemed contradictory and in first instance.

States Mr. Gholam Reza ZANDIAN JAZI unfounded in his opposition to the ordinance of the commissioner judge, dismiss him.

Confirms the ordinance issued on April 8, 2011 in all its provisions;

States Mr. and Mrs. Jerome BENHAMOU unfounded on their application for damage and interests, dismiss them.

States Mr. and Mrs. Jerome BENHAMOU unfounded on their application pursuant to Article 700 of the Code of Civil Procedure, dismiss them.

Orders the use of costs in privileged expenses of the collective proceedings;

The minutes of this judgement is signed by the President and by the Registrar.

The Registrar

The President

By judgement given on June 7, 2012, the Court of Appeal of VERSAILLES announced that the Commissioner Judge stated within the limits of his assignments and has not committed an abuse of power and declared inadmissible the nullity appeal formed by Mr. Gholam Reza ZANDIAN JAZI against the judgement issued on November 28, 2011 by the Commercial Court of PONTOISE.

The Registrar